

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas
Case number (if known): Chapter 11 Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	Fieldwood Energy Inc.		
2. All other names debtor used in the last 8 years	Fieldwood Managing Member LLC		
Include any assumed names, trade names, and <i>doing business as</i> names			
3. Debtor's federal Employer Identification Number (EIN)	46-1694991		
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business	
	2000 W. Sam Houston Pkwy. S. Number Street	Number Street	
	Suite 1200	P.O. Box	
	Houston TX 77042 City State ZIP Code	City State ZIP Code	
	Harris County	Number Street	
		City State ZIP Code	
5. Debtor's website (URL)	www.fieldwoodenergy.com		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____		

Debtor

Fieldwood Energy Inc.
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))
 None of the above

B. Check all that apply:

Tax- exempt entity (as described in 26 U.S.C. § 501)
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
 Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.
5511 – Management of Companies and Enterprises****8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

Chapter 7
 Chapter 9
 Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 The debtor is a debtor as defined in 11 U.S.C. § 1182(1). Its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000 **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 A plan is being filed with this petition.
 Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

No

Yes District S.D. Tex. When 02/15/2018 Case number 18-30650 (DRJ)
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

Debtor Fieldwood Energy Inc. _____ Case number (if known) _____
 Name _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

<input type="checkbox"/> No				Relationship	Affiliates
<input checked="" type="checkbox"/> Yes	Debtor	See Schedule 1	District	S.D. Tex.	When
				Case number, if known	08/03/2020 MM / DD / YYYY

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property?

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?

No

Yes. Insurance agency _____

Contact Name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

(on a consolidated basis with all affiliated debtors)

1-49

1,000-5,000

25,001-50,000

50-99

5,001-10,000

50,001-100,000

100-199

10,001-25,000

More than 100,000

200-999

Debtor	Fieldwood Energy Inc. Name			Case number (if known)
<hr/>				
15. Estimated assets (on a consolidated basis with all affiliated debtors)	<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion	
	<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input checked="" type="checkbox"/> \$1,000,000,001-\$10 billion	
	<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion	
	<input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion	
16. Estimated liabilities (on a consolidated basis with all affiliated debtors)	<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion	
	<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input checked="" type="checkbox"/> \$1,000,000,001-\$10 billion	
	<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion	
	<input type="checkbox"/> \$500,001-\$1 million	<input type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion	

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/03/2020
MM / DD / YYYY

x /s/ Mike Dane Mike Dane
Signature of authorized representative of debtor Printed name

Senior Vice President and Chief Financial Officer

Title

18. Signature of attorney **x** /s/ Alfredo R. Pérez 08/03/2020
Signature of attorney for debtor Date 08/03/2020
MM / DD / YYYY

Alfredo R. Pérez

Matthew S. Barr

Printed Name

Weil, Gotshal & Manges LLP

Weil, Gotshal & Manges LLP

Firm Name

700 Louisiana, Suite 1700

767 Fifth Avenue

Address

Houston, Texas 77002

New York, New York 10153

City/State/Zip

(713) 546-5000

(212) 310-8000

Contact Phone

alfredo.perez@weil.com

matt.barr@weil.com

Email Address

15776275

Texas

Bar Number

State

Schedule 1**Pending Bankruptcy Cases Filed by Debtor and Affiliates of Debtor**

On the date hereof, each of the affiliated entities listed below (collectively, the “**Debtors**”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of Texas. The Debtors have filed a motion requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of Texas.

COMPANY
Dynamic Offshore Resources NS, LLC
Fieldwood Energy LLC
Fieldwood Energy Inc.
Fieldwood Energy Offshore LLC
Fieldwood Onshore LLC
Fieldwood SD Offshore LLC
Fieldwood Offshore LLC
FW GOM Pipeline, Inc.
GOM Shelf LLC
Bandon Oil and Gas GP, LLC
Bandon Oil and Gas, LP
Fieldwood Energy SP LLC
Galveston Bay Pipeline LLC
Galveston Bay Processing LLC

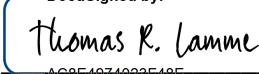
CERTIFICATE OF RESOLUTIONS

August 3, 2020

The undersigned, Thomas R. Lamme, Secretary of Fieldwood Energy Inc., a Delaware corporation (the “**Company**”), hereby certifies as follows:

- A. I am a duly qualified and elected officer of the Company and, as such, I am familiar with the facts herein certified and I am duly authorized to certify the same on behalf of the Company;
- B. Attached hereto as Exhibit “A” is a true, complete and correct copy of the Resolutions adopted by the Board of Directors of the Company in accordance with the Certificate of Incorporation of the Company, as Amended and Restated, and the Bylaws of the Company, as Amended and Restated; and
- C. Such Resolutions have not been amended, altered, annulled, rescinded or revoked and are in full force and effect as of the date hereof. There exist no other subsequent resolutions relating to the matters set forth in the resolutions attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the date first written above.

— DocuSigned by:

Thomas R. Lamme
Secretary

**RESOLUTION BY THE
BOARD OF DIRECTORS OF
FIELDWOOD ENERGY INC.**

WHEREAS, the board of directors (the “**Board**”) of Fieldwood Energy Inc., a Delaware corporation (the “**Company**”), has reviewed and had the opportunity to ask questions about the materials presented by the management and the legal and financial advisors of the Company regarding the liabilities and liquidity of the Company, the strategic alternatives available to it and the impact of the foregoing on the Company’s businesses; and

WHEREAS, the Board has had the opportunity to consult with the management and the legal and financial advisors of the Company to fully consider each of the strategic alternatives available to the Company; and

WHEREAS, the Board believes that commencing a Chapter 11 Case (as defined below) and taking the actions set forth below are in the best interests of the Company and, therefore, desires to approve the following resolutions.

I. Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after due consultation with the management and the legal and financial advisors of the Company, that it is desirable and in the best interests of the Company, its creditors, and other parties in interest that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”); and be it further

RESOLVED, that any officer or director of the Company (each, an “**Authorized Officer**”), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed to execute and file in the name and on behalf of the Company, and under its corporate seal or otherwise, all petitions, schedules, statements, motions, lists, applications, pleadings, orders, and other documents in the United States Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”), and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, and to take and perform any and all further acts and deeds which such Authorized Officer, who may act without the joinder of any other Authorized Officer, deems necessary, proper, or desirable in connection with the Company’s chapter 11 case (the “**Chapter 11 Case**”), including, without limitation, continuing to use cash in the ordinary course and negotiating, executing, delivering, and performing any and all documents, agreements, certificates, and/or instruments in connection with the transactions and professional retentions set forth in this resolution, with a view to the successful prosecution of such Chapter 11 Case; and be it further

II. Retention of Advisors

RESOLVED, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, New York 10153, is hereby retained as attorneys for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that AlixPartners, LLP, located at 1221 McKinney Street, Suite 3275, Houston, Texas 77010, is hereby retained as financial advisor for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that Houlihan Lokey Inc., located 245 Park Avenue, 20th Floor, New York, New York 10167, is hereby retained as investment banker for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that Prime Clerk LLC, located at 830 Third Avenue, 9th Floor, New York, New York 10022, is hereby retained as claims, noticing and solicitation agent for the Company in its Chapter 11 Case, subject to Bankruptcy Court approval; and be it further

III. Restructuring Support Agreement

WHEREAS, it is contemplated that the Company and certain of its subsidiaries, enter into a Restructuring Support Agreement in substantially the form previously provided to the Board (the “**RSA**”);

WHEREAS, it is contemplated that the Company and its subsidiaries will implement a financial restructuring (the “**Restructuring**”) on substantially the terms set forth in the RSA, the Restructuring Term Sheet attached thereto as Exhibit A (the “**RSA Term Sheet**”), the DIP Term Sheet (as defined below) and the Apache Term Sheet (as defined therein, and previously approved by the Board); and

WHEREAS, the Board, having considered the terms of the RSA, the RSA Term Sheet, the DIP Term Sheet and the Apache Term Sheet and having consulted with the Company’s management and having received and considered advice from the Company’s legal and financial advisors, deems it advisable and in the best interests of the Company for the Company and its applicable subsidiaries to enter into the RSA.

NOW, THEREFORE, BE IT RESOLVED, that the form, terms and provisions of the RSA (including the RSA Term Sheet, the DIP Term Sheet and the Apache Term Sheet), substantially in the form presented to the Board, and the execution, delivery and performance thereof and the consummation of the transactions contemplated thereunder by the Company and its subsidiaries are hereby authorized, approved and declared advisable and in the best interest of the Company, with such changes therein and additions thereto as any Authorized Officer, who may act without the joinder of any other Authorized Officer, executing the same may in such Authorized Officer’s discretion deem necessary or appropriate, it being acknowledged that the execution of the RSA shall be conclusive evidence of the approval thereof; and be it further

RESOLVED, that any Authorized Officer, who may act without the joinder of any other Authorized Person, is hereby authorized to execute and deliver any amendments, supplements, modifications, restatements, waivers, substitutions, and extensions of the RSA.

IV. Debtor-in-Possession Financing

RESOLVED, that in connection with the Chapter 11 Case, it is in the best interests of the Company (i) to guarantee the obligations of its indirect and wholly-owned subsidiary, Fieldwood Energy LLC, a Delaware limited liability company (the “**DIP Facility Borrower**”) under the DIP Facility Agreement (as defined below), and (ii) to consummate the transactions under that certain multiple- draw senior secured debtor-in-possession term loan credit facility in an aggregate principal amount of up to \$100,000,000 substantially on the terms and conditions set forth in the DIP Term Sheet as attached to the RSA Term Sheet (the “**DIP Term Sheet**”) and to be evidenced by a secured debtor-in-possession credit agreement, by and among, the DIP Facility Borrower and the other companies party thereto, as guarantors (the “**Guarantors**”), the lenders from time to time party thereto (the “**Lenders**”), and Cantor Fitzgerald Securities, as administrative agent and collateral agent for the Lenders (in such capacity and together with

its successors, the “**Agent**”) (together with the Exhibits and Schedules annexed thereto, the “**DIP Credit Agreement**”; capitalized terms used in this section with respect to debtor-in-possession financing and not otherwise defined herein shall have the meanings ascribed to such terms in the DIP Credit Agreement) in each case subject to approval by the Bankruptcy Court, which is necessary and appropriate to the conduct of the business of the Company (the “**Debtor-in-Possession Financing**”); and be it further

RESOLVED, that the execution and delivery of the DIP Credit Agreement by the Company and the consummation by the Company of the transactions contemplated thereunder, including (i) the guaranty of the DIP Facility Borrower’s obligations under the DIP Credit Agreement as provided in any guaranty, (ii) the grant of a security interest in and liens upon substantially all of the Company’s assets in favor of the secured parties (including the authorization of financing statements in connection with liens) and (iii) the execution, delivery and performance of all other agreements, instruments, documents, notices or certificates constituting exhibits to the DIP Credit Agreement or that may be required, necessary, appropriate, desirable or advisable to be executed or delivered pursuant to the DIP Credit Agreement or otherwise related thereto, including interest rate or currency hedging arrangements (each a “**DIP Financing Document**” and collectively, the “**DIP Financing Documents**”), the making of the representations and warranties and compliance with the covenants thereunder and the assumption of any obligations under and in respect of any of the foregoing, are hereby authorized and approved in all respects, and that any Authorized Officer, who may act without the joinder of any other Authorized Officer, is hereby severally authorized, empowered and directed, in the name and on behalf of the Company, to execute and deliver the DIP Credit Agreement and any other DIP Financing Document to which the Company is a party, with such changes therein and additions thereto as any such Authorized Officer, in his or her sole discretion, may deem necessary, convenient, appropriate, advisable or desirable, the execution and delivery of the DIP Credit Agreement and such DIP Financing Document with any changes thereto by the relevant Authorized Officer, to be conclusive evidence that such Authorized Officer deemed such changes to meet such standard; and be it further

RESOLVED, that the form, terms and provisions of each of (i) the DIP Term Sheet, the DIP Credit Agreement, including the use of proceeds to provide liquidity for the DIP Facility Borrower and the Guarantors, as applicable, throughout the Chapter 11 Case, substantially in the form presented to the Board and (ii) any and all of the other agreements, including, without limitation, any guarantee and security agreement, letters, notices, certificates, documents and instruments authorized, executed, delivered, reaffirmed, verified and/or filed in connection with the Debtor-in-Possession Financing and the performance of obligations thereunder, including the borrowings and guarantees contemplated thereunder, are hereby, in all respects confirmed, ratified and approved; and be it further

RESOLVED, that each Authorized Officer of the Company, who may act without the joinder of any other Authorized Officer, is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to negotiate and approve the terms, provisions of and performance of, and to prepare, execute and deliver the DIP Credit Agreement and any other DIP Financing Document, in the name and on behalf of the Company under its corporate seal or otherwise, and such other documents, agreements, instruments and certificates as may be required by the Agent or required by the DIP Credit Agreement and any other DIP Financing Documents; and be it further

RESOLVED, that the Company be, and hereby is, authorized to incur the obligations and to undertake any and all related transactions contemplated under the DIP Credit Agreement and any other DIP Financing Document including the granting of security thereunder; and be it further

RESOLVED, that each Authorized Officer of the Company, who may act without the joinder of any other Authorized Officer, is hereby authorized to grant security interests in, and liens on, any and all property (including oil and gas properties and other real property) of the Company as collateral

pursuant to the DIP Credit Agreement and any other DIP Financing Document to secure all of the obligations and liabilities of the Company thereunder to the Lenders and the Agent, and to authorize, execute, verify, file and/or deliver to the Agent, on behalf of the Company, all agreements, documents and instruments required by the Lenders in connection with the foregoing; and be it further

RESOLVED, that each Authorized Officer of the Company, who may act without the joinder of any other Authorized Officer, is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to take all such further actions including, without limitation, to pay all fees and expenses, in accordance with the terms of the DIP Credit Agreement and any other DIP Financing Document, which shall, in such Authorized Officer's sole judgment, be necessary, proper or advisable to perform the Company's obligations under or in connection with the DIP Credit Agreement or any other DIP Financing Document and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions; and be it further

RESOLVED, that each Authorized Officer of the Company, who may act without the joinder of any other Authorized Officer, is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions and extensions of the DIP Credit Agreement and/or any of the DIP Financing Documents which shall, in such Authorized Officer's sole judgment, be necessary, proper or advisable; and be it further

V. Ratification

RESOLVED, that any Authorized Officer, who may act without the joinder of any other Authorized Officer, is hereby authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates, or other documents, and to take such other actions that in the judgment of any Authorized Officer, who may act without the joinder of any other Authorized Officer, shall be or become necessary, proper, or desirable in connection with the Chapter 11 Case; and be it further

RESOLVED, that any and all past actions heretofore taken by any Authorized Officer in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects as the acts and deeds of the Company.

RESOLVED, that the Secretary of the Company is authorized to place a copy of this consent in the official records of the Company to document the actions set forth herein as actions taken by the Board.

VI. Subsidiary Actions

RESOLVED, that the Board hereby authorizes and instructs the governing bodies of each of the Company's subsidiaries to adopt substantially similar resolutions to the resolutions set forth above.

Fill in this information to identify the case:

Debtor name: Fieldwood Energy Inc.
 United States Bankruptcy Court for the: Southern District of Texas
 (State)
 Case number (*If known*): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders 12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Oceaneering International Inc. Attn.: Roderick A. Larson, President and Chief Executive Officer Oceaneering International Inc. 11911 FM 529 Houston, TX 77041	Attn.: Roderick A. Larson, President and Chief Executive Officer Phone: (985) 329-3900 Fax: (985) 329-3901 Email: usremittancesoii@oceaneering.com	Trade Debt	C, U, D			\$13,860,073.00
2	Atlantic Maritime Services Inc. Attn.: President or General Counsel 5847 San Felipe, Suite 3500 Houston, TX 77057	Attn.: President or General Counsel Phone: (281) 809-0377 Email: eren.demet@valaris.com	Trade Debt	C, U, D			\$13,539,719.00
3	SUBSEA 7 US LLC Attn.: John Evans, CEO 17220 Katy Freeway, Suite 100 Houston, TX 77094	Attn.: John Evans, CEO Phone: (713) 430-1100 Phone: (713) 300-6573 Fax: (713) 461-0039 Email: denia.espinosa@subsea7.com	Trade Debt	C, U, D			\$10,869,562.00
4	Kilgore Marine Services Inc. Attn.: President or General Counsel 200 Beaulieu Drive, Bldg. 8 Lafayette, LA 70508	Attn.: President or General Counsel Phone: (337) 988-5551 Fax: (337) 988-5559 Email: connie@kilgoremarine.com	Trade Debt	C, U, D			\$7,903,718.00
5	XTO Energy Inc. Attn.: Bart Chair, President 22777 Springoods Village Pkwy Spring, TX 77389-1425	Attn.: Bart Chair, President Phone: (817) 885-2292 Fax: (817) 870-1671 Email: jib_inquiry@xtoenergy.com	Joint Interest Billing	C, U, D			\$7,821,513.00
6	Alliant Insurance Services, Inc. Attn.: Thomas W. Corbett, Chairman and Chief Executive Officer 701 B Street, 6th Floor San Diego, CA 92101	Attn.: Thomas W. Corbett, Chairman and Chief Executive Officer Phone: (619) 238-1828 Fax: (949) 756-2713 Email: dkelly@alliant.com	Insurance	C, U, D			\$7,428,620.00
7	Tetra Applied Technologies, Inc. Attn.: Brad M. Murphy, President and Chief Executive Officer 24955 I-45 North The Woodlands, TX 77380	Attn.: Brad M. Murphy, President and Chief Executive Officer Phone: (281) 364-4324 Phone: (281) 367-1983 Fax: (281) 364-4398 Email: remit@tetratc.com	Trade Debt	C, U, D			\$5,582,780.00

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8 Island Operating Company Inc. Attn.: General Counsel 108 Zachary Dr. Scott, LA 70583	Attn.: General Counsel Phone: (337) 233-9594 Fax: (337) 235-9657 Email: wthibodeaux@islandoperating.com	Trade Debt	C, U, D			\$4,846,155.00
9 OneSubsea LLC Attn.: Oliver le Peuch, CEO 4646 W. Sam Houston Parkway N Houston, TX 77041	Attn.: Oliver le Peuch, CEO Phone: (713) 939-2211 Fax: (281) 285-1927 Email: camcanar@slb.com	Trade Debt	C, U, D			\$4,428,425.00
10 Anadarko US Offshore LLC Attn.: Vicki Hollub, President and Chief Executive Officer 1201 Lake Robbins Dr. The Woodlands, TX 77380	Attn.: Vicki Hollub, President and Chief Executive Officer Phone: (800) 359-1692 Phone: (832) 636-1000 Fax: (832) 636-0352 Email: crm.jib@anadarko.com	Joint Interest Billing	C, U, D			\$3,981,853.00
11 Workstrings International, LLC Attn.: President or General Counsel 1150 SMEDE Hwy. Broussard, LA 70518	Attn.: President or General Counsel Phone: (337) 989-9675 Fax: (337) 492-0012 Email: ron.comeaux@workstrings.com	Trade Debt	C, U, D			\$3,273,601.00
12 Halliburton Energy Services Attn.: Jeff Miller, Chairman, President and Chief Executive Officer 3000 North Sam Houston Parkway East Houston, TX 77032	Attn.: Jeff Miller, Chairman, President and Chief Executive Officer Phone: (800) 444-7830 Phone: (281) 871-4000 Fax: (281) 871-6450 Email: fdunarach@halliburton.com	Trade Debt	C, U, D			\$3,212,212.00
13 Schlumberger Technology Corporation Attn.: Oliver le Peuch, CEO 1200 Enclave Parkway Houston, TX 77077	Attn.: Oliver le Peuch, CEO Phone: (504) 851-1074 Phone: (713) 513-2000 Fax: (281) 285-1927 Email: namremittance@slb.com	Trade Debt	C, U, D			\$2,846,935.00
14 Baker Hughes Oilfield Operations Inc. Attn.: Lorenzo Simonelli, Chairman and Chief Executive Officer 17021 Aldine Westfield Houston, TX 77073-5101	Attn.: Lorenzo Simonelli, Chairman and Chief Executive Officer Phone: (713) 879-1889 Phone: (713) 439-8600 Fax: (713) 439-8699 Email: arccashapplication@bakerhughes.com	Trade Debt	C, U, D			\$2,644,179.00
15 Linear Controls Inc. Attn.: President or General Counsel 107 1/2 Commission Blvd. Lafayette, LA 70508	Attn.: President or General Counsel Phone: (337) 857-8215 Fax: (337) 837-2121 Email: payments@linearcontrols.net	Trade Debt	C, U, D			\$2,516,172.00
16 Wood Group PSN Inc. Attn.: Robin Watson, CEO 17325 Park Row Houston, TX 77084	Attn.: Robin Watson, CEO Phone: (337) 234-0100 Fax: (337) 234-0193 Email: remittance.usfsc@woodgroup.com	Trade Debt	C, U, D			\$2,390,515.00
17 W&T Offshore Inc. Attn.: Tracy W. Krohn, CEO Nine Greenway Plaza, Suite 300 Houston, TX 77046	Attn.: Tracy W. Krohn, CEO Phone: (713) 626-8525 Fax: (713) 626-8527 Email: rstanley@wtoffshore.com	Joint Interest Billing	C, U, D			\$2,382,217.00

Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
18 Fluid Crane & Construction Inc. Attn.: President or General Counsel 5411 Hwy 90 E New Iberia, LA 70560	Attn.: President or General Counsel Phone: (337) 364-6191 Fax: (337) 364-0410 Email: jrenard@fluidcrane.com	Trade Debt	C, U, D			\$2,204,929.00
19 Offshore Energy Services, Inc. Attn.: General Counsel 5900 US Hwy 90 E Broussard, LA 70518	Attn.: Steve Roussel, Executive Vice President Phone: (337) 837-1024 Fax: (337) 837-3627 Email: knorris@offshorees.com	Trade Debt	C, U, D			\$2,187,316.00
20 Gate Attn.: Grant Gibson, CEO 16360 Park Ten Place, Suite 206 Houston, TX 77084	Attn.: Grant Gibson, CEO Phone: (713) 303-5169 Phone: (281) 398-5781 Fax: (775) 618-6902 Email: mmyhre@gateinc.com	Trade Debt	C, U, D			\$2,167,941.00
21 Prime Tank LLC Attn.: General Counsel 1253 Petroleum Parkway Broussard, LA 70518	Attn.: President or General Counsel Phone: (888) 837-5888 Fax: (337) 256-8861 Email: markbelanger@primetankllc.com	Trade Debt	C, U, D			\$2,062,800.00
22 Acadian Contractors Inc. Attn.: General Counsel 17102 West LA Hwy 330 Abbeville, LA 70511-1608	Attn.: Troy Blanchard, Vice President Phone: (337) 893-6397 Fax: (337) 893-6403 Email: troyb@acadiancontractors.com	Trade Debt	C, U, D			\$1,970,106.00
23 Superior Energy Services LLC Completion Services, Attn.: Donald Dunlap, President and Chief Executive Officer 16619 Aldine Westfield Houston, TX 77032	Attn.: Donald Dunlap, President and Chief Executive Officer Phone: (337) 837-6047 Phone: (281) 784-5700 Fax: (281) 784-5745 Email: laf.accountsreceivable@superior-energy.com	Trade Debt	C, U, D			\$1,935,681.00
24 Solar Turbines Incorporated Attn.: President or General Counsel 13105 NW Freeway Houston, TX 77040	Attn.: President or General Counsel Phone: (858) 292-3151 Fax: (858) 694-6891 Email: t3_solar_accounts_receivable@solar-turbines.com	Trade Debt	C, U, D			\$1,868,725.00
25 FMC Technologies Inc. Attn.: Douglas J. Pferdehirt, Chairman and Chief Executive Officer 11740 Katy Freeway Houston, TX 77079	Attn.: Douglas J. Pferdehirt, Chairman and Chief Executive Officer Phone: (281)-591-4000 Fax: (337) 837-5844 Email: fmcar@fmcti.com	Trade Debt	C, U, D			\$1,744,565.00
26 Gulf Crane Services, Inc. Attn.: Charles Bollinger, CEO 73413 Bollfield Dr. Covington, LA 70434	Attn.: Charles Bollinger, CEO Phone: (985) 892-0056 Fax: (985) 892-4061 Email: ashleysclafini@gulfbank.com	Trade Debt	C, U, D			\$1,666,920.00
27 Warrior Energy Services Corporation Attn.: Mark Poche, VP Gulf Coast Region 5801 Highway 90 E Broussard, LA 70518	Attn.: Mark Poche, VP Gulf Coast Region Phone: (337) 714-2556 Fax: (337) 714-0010 Email: mpche@bwwc.com	Trade Debt	C, U, D			\$1,655,817.00

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
28	Clariant Corporation Attn.: President or General Counsel 4000 Monroe Road Charlotte, NC 28205	Attn.: President or General Counsel Phone: (704) 331-7000 Fax: (704) 377-1063 Email: oilservices.gom@clariant.com	Trade Debt	C, U, D			\$1,648,849.00
29	Aker Solutions Inc. Attn.: Luis Arujo, CEO 2103 Citywest Blvd., Suite 800 Houston, TX 77042	Attn.: Luis Arujo, CEO Phone: (713) 685-5700 Fax: (713) 685-5712 Email: musa.hussain@akersolutions.com	Trade Debt	C, U, D			\$1,297,230.00
30	Trendsetter Engineering Inc. Attn: General Counsel 10430 Rodgers Rd. Houston, TX 77070	Attn: General Counsel Phone: (281) 465-8858 Email: p.orcutt@trensetterengineering.com	Trade Debt	C, U, D			\$1,249,521.00

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

-----§
§
In re: § **Chapter 11**
§
FIELDWOOD ENERGY INC., § **Case No. 20-_____ (____)**
§
Debtor. § **(Joint Administration Requested)**
§
-----§

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT
TO FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007(a)(1) AND 7007.1**

Pursuant to Federal Rules of Bankruptcy Procedure 1007(a)(1) and 7007.1, attached hereto as **Exhibit A** is an organizational chart reflecting all of the ownership interests in Fieldwood Energy LLC (“**Fieldwood Energy**”) and its affiliated debtors (the “**Affiliated Debtors**”), as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”). Fieldwood Energy, on behalf of itself and the Affiliated Debtors, respectfully represents as follows:

1. Each Debtor listed in **Exhibit A** is 100% owned by its direct parent unless otherwise noted.
2. Fieldwood Energy Inc. (“**Parent**”) is the ultimate parent company of each of the Affiliated Debtors and, directly or indirectly, owns 100% of the equity interests in each of the Affiliated Debtors.
3. The following entities own, directly or indirectly, 10% or more of Parents’ equity interests:
 - a. Certain funds sponsored by or affiliated with Riverstone Holdings LLC collectively own approximately 49% of Parent’s common stock (the “**Common Stock**”).
 - b. Certain funds sponsored by or affiliated with Bardin Hill Investment Partners LP collectively own approximately 12% of the Common Stock.

- c. Certain funds sponsored by or affiliated with Mudrick Capital Management LP collectively own approximately 11% of the Common Stock.
- 4. To the best of the Debtors' knowledge and belief, no other corporation owns 10% or more of the equity interests of Parent.

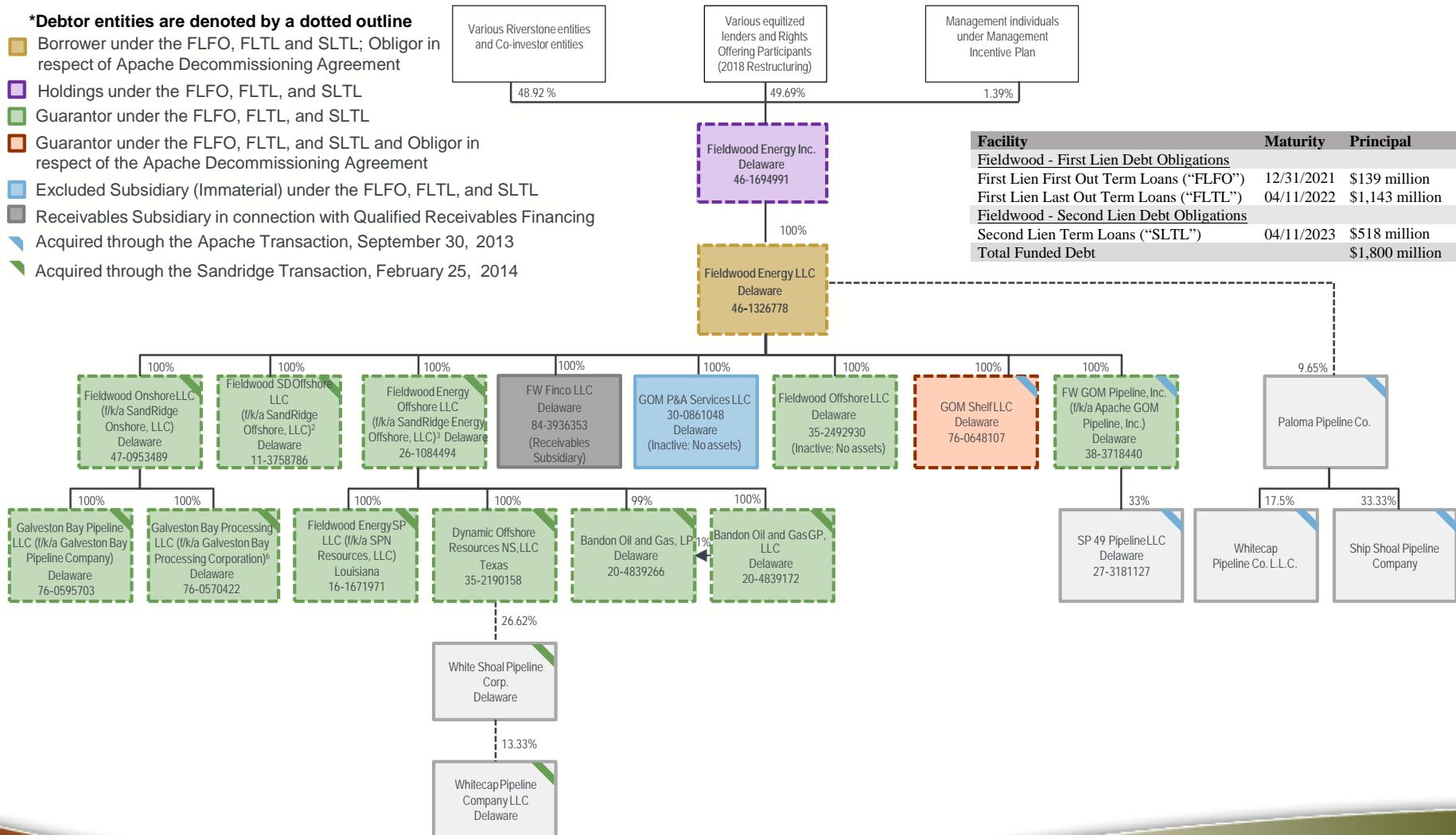
Exhibit A

Organizational Chart

Fieldwood Energy Organization Chart – Debt Overlay

***Debtor entities are denoted by a dotted outline**

- Borrower under the FLFO, FLTL and SLTL; Obligor in respect of Apache Decommissioning Agreement
- Holdings under the FLFO, FLTL, and SLTL
- Guarantor under the FLFO, FLTL, and SLTL
- Guarantor under the FLFO, FLTL, and SLTL and Obligor in respect of the Apache Decommissioning Agreement
- Excluded Subsidiary (Immaterial) under the FLFO, FLTL, and SLTL
- Receivables Subsidiary in connection with Qualified Receivables Financing
- Acquired through the Apache Transaction, September 30, 2013
- Acquired through the Sandridge Transaction, February 25, 2014



**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

-----§
§ **In re:** § **Chapter 11**
§ **FIELDWOOD ENERGY INC.,** § **Case No. 20-_____ (____)**
§ **Debtor.** § **(Joint Administration Requested)**
-----§

LIST OF EQUITY SECURITY HOLDERS¹

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all holders having a direct or indirect ownership interest of the above- captioned debtor in possession (the “Debtor”).

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
ACIS CLO 2013-1, Ltd. Attn: Hunter Covitz 300 Crescent Court, Suite 700 Dallas, TX 75201	Common Shares	8,642
ACIS CLO 2014-3, Ltd Attn: Hunter Covitz 300 Crescent Court, Suite 700 Dallas, TX 75201	Common Shares	8,641
ACIS CLO 2014-4, Ltd Attn: Hunter Covitz 300 Crescent Court, Suite 700 Dallas, TX 75201	Common Shares	9,214
ACIS CLO 2014-5, Ltd Attn: Hunter Covitz 300 Crescent Court, Suite 700 Dallas, TX 75201	Common Shares	9,248

¹ All equity positions listed are as of July 28, 2020. Address information for individual holders has been redacted to maintain confidentiality.

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
AGF Floating Rate Income Fund c/o Eaton Vance Management 2 International Place, 9th Floor Boston, MA 02110	Common Shares	2,481
Arrowood Indemnity Co as Admin of Pension Plan of Arrowood Indemnity Co. 300 S. Tryon Street, Suite 2500 Charlotte, NC 28202	Common Shares	3,211
Arrowood Indemnity Company Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC28202	Common Shares	10,931
Ascension Alpha Fund LLC 477 Madison Avenue, 9th Floor c/o Matt Seltzer New York, NY 10022	Common Shares	301,288
Ascension Alpha Fund LLC c/o Halcyon Asset Management LP 477 Madison Avenue, 8th Floor New York, NY 10022	Common Shares	5,370
Ascension Alpha Fund, LLC c/o Halcyon Loan Management LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	40,706
Ascension Health Master Pension Trust c/o Halcyon Loan Management LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	70,575
AZL Blackrock Global Allocation Fund Attn: Ariana Berry 1 Univ. Square Dr. Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	3,485
Baloise Senior Secured Loan Fund I Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	34,420

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Barclays Capital Inc. 745 Seventh Avenue New York, NY 10019	Common Shares	19,332
Barings Corporate Investors Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	19,599
Barings Global Credit Income Opp. Fund A Series of Barings Funds TR 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	15,071
Barings Global Credit Income Opportunities Fund 550 S. Tryon Street, Suite 3300 Charlotte, NC 28202	Common Shares	3,698
Barings Global Floating Rate Fund Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	6,469
Barings Global Floating Rate Fund, a Series of Barings Funds Trust 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	26,364
Barings Global High Yield Credit Strategies Limited 300 S. Tryon Street, Suite 2500 Charlotte, NC 28202	Common Shares	169,707
Barings Global Loan and High Yield Bond Limited 300 S. Tryon Street, Suite 2500 Charlotte, NC 28202	Common Shares	37,549
Barings Global Loan Limited Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	638,225

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Barings Global Multi-Credit Strategy 2 Limited 300 S. Tryon Street, Suite 2500 Charlotte NC 28202	Common Shares	28,391
Barings Global Short Duration High Yield Fund 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	167,574
Barings Global Special Situations Credit 3 S.A.R.L. 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	117,175
Barings Global Special Situations Credit 3 S.A.R.L. 80 Route D Esch L 1470 Luxemborg London	Common Shares	20,359
Barings U.S. High Yield Bond Fund 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	15,000
Barings U.S. High Yield Fund, A Series of Barings Funds Trust 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	4,100
Barings US High Yield Fund Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	1,006
Barings US Loan Fund 70 Sir John Rogerson Quay Dublin 2 Ireland 300 S Tryon, Suite 2500 Attn: Barings LLC Charlotte, NC 28202	Common Shares	176,137
Baycity Alternative Investment Funds SICAV-SIF- Baycity US Senior Loan Fund 47-49 Avenue John F. Kennedy Luxembourg Luxembourg L-1855 00000	Common Shares	6,180

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Baycity Alternative Investment Funds SICAV-SIF-BAYCITY US Senior Loan Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	1,352
Baycity Senior Loan Master Fund, Ltd. c/o Intertrust Corp Serv. (Cayman) Ltd 190 Elgin Avenue George Town Grand Cayman Cayman Islands KY1-9	Common Shares	3,657
Baycity Senior Loan Master Fund, Ltd. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	925
BCGSS 2 S.A.R.L. Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	438,957
BCM 2014-I ETB, Inc. c/o Barings LLC Attn: Bryan High 300 S. Tryon Street, Suite 2500 Charlotte, NC 28202	Common Shares	11,634
BCM 2014-II ETB, Inc. c/o Barings LLC Attn: Bryan High 300 S. Tryon Street, Suite 2500 Charlotte, NC 28202	Common Shares	5,817
BCM 2015-I ETB, Inc. c/o Barings LLC Attn: Bryan High 300 S. Tryon Street, Suite 2500 Charlotte, NC 28202	Common Shares	3,699
Blackrock Global Allocation Collective Fund 1 Univ. Square Dr., Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	3,586
Blackrock Global Allocation Collective Fund c/o Blackrock Advisors LLC 1 University Square Princeton, NJ 08540	Common Shares	20,418

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Blackrock Global Allocation Collective Fund 400 Howard Street San Francisco, CA 94105	Common Shares	968
Blackrock Global Allocation Fund AUST 1 Univ. Square Dr., Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	5,735
Blackrock Global Allocation Fund Aust Level 26 101 Collins Street Melbourne Australia VIC 3000 00000	Common Shares	1,548
Blackrock Global Allocation Fund, Inc. 225 W Wacker Dr., Suite 1000 Chicago, IL 60606	Common Shares	93,042
Blackrock Global Allocation Fund. Inc. Attn: Ariana Berry 1 Univ. Square Dr., Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	344,621
Blackrock Global Allocation Port of The Blackrock Series Fund. Inc. 1 Univ. Square Dr., Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	1,733
Blackrock Global Allocation Portfolio of The Blackrock Series Fund Inc. 100 Bellevue Parkway Wilmington, DE 19809	Common Shares	468
Blackrock Global Allocation VI Fund of The Blackrock VAR Series FD Inc. 1 Univ. Square Dr., Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	61,550
Blackrock Global Allocation VI Fund of Blackrock Variable Series Funds Inc. 100 Bellevue Parkway Wilmington, DE 19809	Common Shares	16,618

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Blackwell Partners LLC - Series A c/o Mudrick Capital Management LP Attn: Jason Mudrick 527 Madison Avenue, 6th Floor New York, NY 10022	Common Shares	506,609
BLLC 2013-I ETB, Inc. c/o Barings LLC Attn: Bryan High 300 S. Tryon Street, Suite 2500 Charlotte NC 28202	Common Shares	8,725
BOC Pension Investment Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	7,051
BOC Pension Investment Fund c/o Invesco Senior Secured Management Inc. 1166 Avenue of Americas, 26th Floor New York, NY 10036	Common Shares	1,784
BofA Securities Inc. Attn: Information Manager 214 North Tryon Street NC1-027-14-01 Charlotte, NC 28255	Common Shares	40,928
Boston Patriot Battlerymarch St. LLC c/o Mudrick Capital Management LP 527 Madison Avenue, 6th Floor New York, NY10022	Common Shares	662,456
Brandon DeWolfe REDACTED	Common Shares	1,500
Brian Logan REDACTED	Common Shares	761
Brighthouse Funds Trust I c/o Eaton Vance Management 2 International Place, 9th Floor Boston, MA 02110	Common Shares	7,445

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Brown University 375 Park Avenue, 33rd Floor New York, NY 10152	Common Shares	253,468
Brown University Attn: Daniel Mccollum 121 South Main Street, 9th Floor Providence, RI 02903	Common Shares	419,005
Brown University - Sound Point Attn: Marc Sole 375 Park Avenue, 25th Floor New York, NY 10152	Common Shares	68,433
C.M. Life Insurance Company 500 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	1,603
California Street CLO IX Limited Partnership LP 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	4,817
California Street CLO IX Tax Subsidiary Ltd. P.O. Box 1093 Queensgate House, South Church Street George Town Grand Cayman Cayman Islands KY1-1	Common Shares	21,834
California Street CLO XII Tax Subsidiary Ltd P.O. Box 1093 Queensgate House, South Church Street George Town Grand Cayman Cayman Islands KY1-1	Common Shares	17,848
California Street CLO XII, Ltd. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	3,937
CENT CLO 19 Limited c/o Columbia Mgmt. Invest Advise LLC 100 N. Sepulveda Blvd., Ste. 650 El Segundo, CA 90245	Common Shares	2,321

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Citigroup Global Markets Inc. 388 Greenwich Street New York, NY 10013	Common Shares	1,637
City of New York Group Trust Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	183,288
CM Life Insurance Co. Attn: Kimberly Atkinson 550 S. Tryon Street, Suite 3300 Charlotte, NC 28202	Common Shares	394
Columbia Floating Rate Fund, A Series of Columbia Funds Trust II 100 N. Sepulveda Blvd., Suite 650 El Segundo, CA 90245	Common Shares	68,952
Columbia Strategic Income Fund, A Series of Columbia Funds Series TR I 100 N. Sepulveda Blvd., Suite 650 El Segundo, CA 90245	Common Shares	8,596
Columbia VAR Portfolio Strat Income FD A Series of Columbia Funds VAR INS TR 100 N. Sepulveda Blvd., Suite 650 El Segundo, CaA90245	Common Shares	8,596
Crown Managed Accounts SPC Acting for and on Behalf of Crown/BA SP 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	50,149
Crown Managed Accounts SPC Acting for and on Behalf of Crown/BA 2 SP 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	14,216
Crown Point CLO III, Ltd. 1 Canterbury Green, 8th Floor 201 Broad Street Stamford, CT 06901	Common Shares	1,850

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
David B. Buddrus REDACTED	Common Shares	225
David Richard Pfister REDACTED	Common Shares	150
DB TR Co Americas as Cust for HLAF 2014-1 Blocker Subsidiary IV Ltd. 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	14,796
Diversified Credit Portfolio Ltd Attn: Matt Carlson 3500 Lacey Road, Ste.700 Downers Grove, IL 60515-5456	Common Shares	9,721
Diversified Credit Portfolio Ltd. c/o Invesco Senior Secured Mgmt. Inc. 1166 Avenue of Americas, 26th Floor New York, NY 10036	Common Shares	2,334
Diversified Real Asset CIT Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	268
Douglas MaCafee REDACTED	Common Shares	500
Eaton Vance CLO 2013-1 Ltd. c/o Eaton Vance Management Two International Place, 9th Floor Boston, MA 02110	Common Shares	2,110
Eaton Vance Floating Rate Income Plus Fund Two International Place, 9th Floor Boston, MA 02110	Common Shares	1,745

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Eaton Vance Floating Rate Portfolio c/o Eaton Vance Management Two International Place, 9th Floor Boston, MA 02110	Common Shares	273,160
Eaton Vance Floating-Rate Income Plus Fund Two International Place, 9th Floor Boston, MA 02110	Common Shares	403
Eaton Vance Floating-Rate Income Trust c/o Eaton Vance Management Two International Place, 9th Floor Boston, MA 02110	Common Shares	19,189
Eaton Vance Institutional Senior Loan Fund Two International Place, 9th Floor Boston, MA 02110	Common Shares	117,420
Eaton Vance International (Cayman Islands) Flt Rate Income Port Two International Place, 9th Floor Boston, MA 02110	Common Shares	2,203
Eaton Vance International Cayman Islands Floating Rate Income Portfolio Two International Place, 9th Floor Boston, MA 02110	Common Shares	9,539
Eaton Vance Limited Duration Income Fund Two International Place, 9th Floor Boston, MA 02110	Common Shares	10,085
Eaton Vance Senior Floating-Rate Trust c/o Eaton Vance Management Two International Place, 9th Floor Boston, MA 02110	Common Shares	19,189
Eaton Vance Senior Income Trust c/o Eaton Vance Management Two International Place, 9th Floor Boston, MA 02110	Common Shares	9,594

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Eaton Vance VT Floating-Rate Income Fund Two International Place, 9th Floor Boston, MA 02110	Common Shares	5,122
Eugene S. Wissinger REDACTED	Common Shares	225
Eversource Retirement Plan Master c/o Halcyon Loan Management LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	22,831
Eversource Retirement Plan Master TR 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	115,155
Fieldwood Management LLC c/o Thomas R. Lamme 2000 W. Sam Houston Pkwy South, Suite 1200 Houston, TX 77042	Common Shares	1,528
First Trust Senior Floating Rate Income Fund II 120 E. Liberty Drive, Suite 400 Wheaton, IL 60187	Common Shares	3,699
Florida Power & Light Company c/o Eaton Vance Management 2 International Place, 9th Floor Boston, MA 02110	Common Shares	5,333
Franciscan Alliance Inc. c/o Halcyon Loan Mngmt. LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	23,797
G.M. McCarroll REDACTED	Common Shares	466,700

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Gary G. Janik REDACTED	Common Shares	35,978
Gary Mitchell REDACTED	Common Shares	2,500
General Organization for Social Insurance 333 S. Grand Avenue, 28th Floor Los Angeles, CA 90071	Common Shares	10,755
General Organization for Social Insurance Oaktree 333 So. Grand Ave., 28th Floor Los Angeles, CA 90071	Common Shares	2,904
Government of Guam Retirement Fund 725 South Figueroa Street, 39th Floor Los Angeles, CA 90017	Common Shares	2,195
Government of Guam Retirement Fund c/o Hotchkis & Wiley Capital Management 601 S Figueroa St., Ste. 3900 Los Angeles, CA 90017	Common Shares	593
Halcyon FWE DE LLC 477 Madison Avenue 9th Floor New York, NY 10022	Common Shares	1,264,110
Halcyon FWE DE LLC c/o Matt Seltzer 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	18,412
Halcyon FWE DE LLC Attn: Halcyon Loan Management LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	238,693

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Halcyon FWE DE LLC 477 Madison Avenue, 8th Floor New York, NY 10022	Common Shares	13,491
Halcyon FWE DE LLC c/o Halcyon Asset Management LP 477 Madison Avenue, 8th Floor New York, NY 10022	Common Shares	1,645
Halcyon FWE LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	1,101,573
Halcyon FWE LLC Attn: Halcyon Loan Management LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	211,910
Halcyon FWE LLC c/o Matt Seltzer 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	5,423
Halcyon FWE LLC c/o Halcyon Asset Management LP 477 Madison Avenue, 8th Floor New York, NY 10022	Common Shares	382
Halcyon Loan Trading Fund LLC Attn: Halcyon Loan Management LLC 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	159,247
Halcyon Loan Trading Fund LLC c/o Matt Seltzer 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	208,115
HFRO SUB, LLC 300 Crescent Ct., Suite 700 Dallas, TX 75201	Common Shares	30,277

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Highland CLO Funding, Ltd. 300 Crescent Ct., Suite 700 Dallas, TX 75201	Common Shares	118,614
Highland Floating Rate Opportunities Fund 300 Crescent Ct., Suite 700 Dallas, TX 75201	Common Shares	137,142
Hotchkis and Wiley Capital Income Fund 725 South Figueroa Street, 39th Floor Los Angeles, CA 90017	Common Shares	1,461
Hotchkis and Wiley Capital Income Fund c/o Hotchkis and Wiley Capital Mgmt. 601 S. Figueroa St., Ste. 3900 Los Angeles, CA 90017	Common Shares	395
Hotchkis and Wiley High Yield Fund 725 South Figueroa Street, 39th Floor Los Angeles, CA 90017	Common Shares	111,241
Hotchkis and Wiley High Yield Fund c/o Hotchkis and Wiley Capital Mgmt. 601 S Figueroa St., Ste. 3900 Los Angeles, CA90017	Common Shares	30,033
Invesco BL Fund, Ltd Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	418
Invesco BL Fund, Ltd. c/o Invesco Senior Secured Mgmt. Inc. 1166 Ave of Americas, 26th Floor New York, NY 10036	Common Shares	106
Invesco Credit Partners Fund A LP c/o Invesco Private Capital Inc. 1166 Avenue of The Americas, 26th Floor New York, NY 10036	Common Shares	14,556

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Invesco Credit Partners Fund LP c/o Invesco Private Capital Inc. 1166 Avenue of The Americas, 26th Floor New York, NY 10036	Common Shares	137,274
Invesco Credit Partners Fund-A LP 1166 Avenue of The Americas, 26th Floor New York, NY 10036	Common Shares	83,170
Invesco Dynamic Credit Opportunities Fund 1166 Ave of Americas, 26th Floor New York, NY 10036	Common Shares	9,210
Invesco Dynamic Credit Opportunity Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	36,438
Invesco Floating Rate Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	53,244
Invesco Floating Rate Fund 11 Greenway Plaza, Ste. 1000 Houston, TX 77046	Common Shares	14,375
Invesco Floating Rate Income Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	4,829
Invesco Floating Rate Income Fund 5140 Yonge Street, Suite 800 Toronto ON Canada M2N 6L7 00000	Common Shares	1,304
Invesco Gemini US Loan Fund LLC Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	3,122

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Invesco Gemini US Loan Fund LLC 1166 Avenue of The Americas New York, NY 10036	Common Shares	843
Invesco Senior Income Trust Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	25,806
Invesco Senior Income Trust Two Peachtree Pointe 1555 Peachtree, Suite 1800 Atlanta, GA 30329	Common Shares	6,967
Invesco Senior Loan Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	18,762
Invesco Senior Loan Fund Two Peachtree Pointe 1555 Peachtree, Suite 1800 Atlanta, GA 30329	Common Shares	5,065
Invesco SSL Fund LLC Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	9,936
Invesco SSL Fund LLC 17584 Laurel Park Drive North Livonia, MI 48152	Common Shares	2,683
Invesco WLR Credit Partners Fund, L.P. 1166 Avenue of The Americas, 25th Floor New York, NY 10036	Common Shares	39,796
Invesco WLR Credit Partners Fund, LP Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	129,451

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Invesco WLR Credit Partners Fund-A L.P. 75 Fort Street, P.O. Box 1350 George Town Grand Cayman KY1-1	Common Shares	28,330
Invesco WLR Credit Partners Fund-A, LP c/o Estera Trust (Cayman) Limited Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	80,284
Invesco Zodiac Funds Invesco Global Senior Loan Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	253
Invesco Zodiac Funds Invesco US Senior Loan Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	224,513
Invesco Zodiac Funds - Invesco European Senior Loan Fund Presidents Building 37A Avenue JF Kennedy Luxembourg L-1855 00000	Common Shares	7,901
Invesco Zodiac Funds - Invesco Global Senior Loan Fund 1166 Avenue of Americas, 26th Floor New York, NY 10036	Common Shares	67
Invesco Zodiac Funds Invesco European Senior Loan Fund Attn: Matt Carlson 3500 Lacey Road, Ste. 7000 Downers Grove, IL 60515-5456	Common Shares	29,263
Invesco Zodiac Funds-Invesco US Senior Loan Fund 1166 Avenue of Americas, 26th Floor New York, NY 10036	Common Shares	58,346
James Brysch REDACTED	Common Shares	11,250

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
James Patrick Eiland REDACTED	Common Shares	333
Jefferies LLC 101 Hudson St., 11th Floor Jersey City, NJ 07302	Common Shares	1,683
JLP Credit Opportunity IDF Series Interests of The Sali Multi-Series Fund L.P. 420 Lexington Avenue, Suite 2040 New York, NY 10170	Common Shares	33,444
JLP Credit Opportunity Master Fund Ltd c/o Phoenix Investment Adviser LLC 420 Lexington Avenue, Suite 2040 New York, NY 10170	Common Shares	54,365
JLP Credit Opportunity Master Fund Ltd. Attn: Robert Beck/Loan Settlements 420 Lexington Avenue, Suite 2040 New York, NY 10170	Common Shares	34,926
JNL Blackrock Global Allocation Fund 225 W Wacker Dr., Suite 1000 Chicago, IL 60606	Common Shares	4,084
JNL/ Blackrock Global Attn: Ariana Berry 1 Univ. Square Dr., Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	15,126
John H. Smith REDACTED	Common Shares	37,500
John P. Seeger REDACTED	Common Shares	37,500

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
John Pritchett REDACTED	Common Shares	5,625
John W. Deck REDACTED	Common Shares	333
Kaiser Foundation Hospitals Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	16,980
Kaiser Foundation Hospitals c/o Invesco Senior Secured Mgmt. Inc. 1166 Avenue of Americas, 26th Floor New York, NY 10036	Common Shares	4,186
Kaiser Permanente Group Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	8,860
Kaiser Permanente Group Trust c/o Invesco Senior Secured Mgmt. Inc. 1166 Avenue of Americas, 26th Floor New York, NY 10036	Common Shares	2,250
Kapitalforeningen Investin Pro US Leveraged Loans I 1166 Avenue of Americas, 26th Floor New York, NY 10036	Common Shares	3,506
Kapitalforeningen Investin Pro. US Leveraged Loans I Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	13,705
Kelly Frazier REDACTED	Common Shares	5,625

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Kenneth W. Bramlett REDACTED	Common Shares	333
LVIP Blackrock Global Allocation Fund c/o Blackrock Advisors LLC Attn.: David Clayton & Ariana Berry 1 University Square Princeton, NJ 08540	Common Shares	8,468
Mark Magner REDACTED	Common Shares	351
Mark R. Mozell REDACTED	Common Shares	11,250
Mary L. Kaiser REDACTED	Common Shares	225
Massachusetts Mutual Life Insurance Company 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	14,940
MassMutual Premier Funds on Behalf of MassMutual Premier High Yield Fund 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	44,668
MassMutual Premier High Yield Fund Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	10,960
MassMutual Select Blackrock Global Allocation Fund 1 Univ. Square Dr., Mail Stop: Pr2-4w-C Princeton, NJ 08540	Common Shares	4,052

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
MassMutual Select Blackrock Global Allocation Fund 1295 State Street Springfield, MA 01111	Common Shares	1,094
Menard Inc. 5101 Menard Drive Eau Claire, WI 54703	Common Shares	6,675
Menard, Inc. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	1,460
Mercer QIF Fund PLC Mercer Investment Fund 1 420 Lexington Avenue, Suite 2040 New York, NY 10170	Common Shares	100,710
Mercer QIF Fund PLC Attn: Jason Mudrick 527 Madison Avenue, 6th Floor New York, NY 10022	Common Shares	73,409
Mercer QIF Fund PLC - Mercer Investment Fund 1 420 Lexington Avenue, Suite 2040 New York, NY 10170	Common Shares	20,441
Mercer QIF Fund PLC. 527 Madison Avenue, 6th Floor New York, NY 10022	Common Shares	231,057
MFP Partners, L.P. 909 3rd Avenue, Floor 33 New York, NY 10022-4992	Common Shares	283,621
Michael Clark REDACTED	Common Shares	375

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Michael Dane REDACTED	Common Shares	90,000
Michael Greenspoon REDACTED	Common Shares	750
MJX Asset Management LLC 12 East 49th Street, 38F New York, NY 10017	Common Shares	2,775
MML Series Investment Fund II on Behalf of MML High Yield Fund 300 S. Tryon, Suite 2500 Charlotte, NC 28202	Common Shares	13,011
MML Series Investment Fund II Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, C 28202	Common Shares	3,193
Mudrick Distressed Opportunity Drawdown Fund, LP 527 Madison Avenue, 6th Floor New York, NY 10022	Common Shares	583,967
Mudrick Distressed Opportunity Fund Global LP 527 Madison Avenue, 6th Floor New York, NY 10022	Common Shares	1,399,769
Mudrick Distressed Opportunity Specialty Fund L.P. 527 Madison Avenue, 6th Floor New York, NY 10022	Common Shares	131,372
Municipal Employees Annuity and Benefit Fund of Chicago 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	626

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Municipal Employees' Annuity and Benefit Fund of Chicago 321 North Clark Street, Suite 700 Chicago, IL 60654	Common Shares	2,861
National Elevator Industry Pension Plan 725 South Figueroa Street, 39th Floor Los Angeles, CA 90017	Common Shares	4,097
Nexpoint Credit Strategies Fund Attn: Hunter Covitz 300 Crescent Court, Suite 700 Dallas, TX 75201	Common Shares	368,680
Nuveen Credit Strategies Income Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	49,247
Nuveen Credit Strategies Income Fund Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	10,775
Nuveen Diversified Dividend and Income Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	2,062
Nuveen Diversified Dividend and Income Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	451
Nuveen Floating Rate Income Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	13,997
Nuveen Floating Rate Income Fund Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	3,063

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Nuveen Floating Rate Income Opportunity Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	14,441
Nuveen Floating Rate Income Opportunity Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	3,160
Nuveen Senior Income Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	7,562
Nuveen Senior Income Fund Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	1,655
Nuveen Short Duration Credit Opportunities Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	7,794
Nuveen Short Duration Credit Opportunities Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	1,705
Nuveen Symphony Credit Opportunities Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	15,582
Nuveen Symphony Credit Opportunities Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	3,409
Nuveen Symphony Floating Rate Income Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	20,328

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Nuveen Symphony Floating Rate Income Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	4,447
Nuveen Tax Advantaged Total Return Strategy Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	451
Nuveen Tax-Advantaged Total Return Strategy Fund 333 West Wacker Drive Chicago, IL 60606	Common Shares	2,062
Partners Capital Osprey Fund, L.P. Halcyon Energy Loan Series 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	24,192
Partners Capital Phoenix Fund II Ltd. Diversified Income Fund 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	173,843
Paul Gluth REDACTED	Common Shares	21,956
Paul Wilen REDACTED	Common Shares	129
PensionDanmark Pensionsforsikringsaktieselskab 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	3,155
PensionDanmark Pensionsforsikringsaktieselskab Langelinie Alle 43 Copenhagen Denmark DK-2100 00000	Common Shares	14,418

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Principal Diversified Real Asset IT c/o Principal Global Investors TR Co. 1300 SW Fifth Avenue, Ste. 3300 Portland, OR 97201	Common Shares	1,223
Principal Funds Inc. – Diversified Real Asset Fund 711 High Street Des Moines, IA 50392	Common Shares	13,564
Principal Funds Inc. – Diversified Real Asset Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	2,968
REL Batavia Partnership LP Attn: Peter Haskopoulos 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	150,899
REL US Partnership LLC Attn: Peter Haskopoulos 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	103,338
Richard H. Gartner REDACTED	Common Shares	225
Richard Haralson REDACTED	Common Shares	1,383
Riverstone Energy V FW Partnership (Cayman) LP 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	382,468
Riverstone Energy V FW II Holdings-D LP 712 Fifth Avenue, 19th Floor New York, NY 10019	Common Shares	1,964,581

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Riverstone Energy V RCO Investment Partnership LP 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	58,112
Riverstone Energy VFW II Holdings, LP Attn: Peter Haskopoulos 712 Fifth Avenue, 19th Floor New York, NY 10019	Common Shares	9,895,868
Riverstone Fieldwood Partners - B, L.P. Attn: Peter Haskopoulos 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	113,035
Riverstone Fieldwood Partners LP Attn: Peter Haskopoulos 712 5th Avenue 19th Floor New York, NY 10019	Common Shares	1,339,205
Riverstone Global Energy and Power Fund V (FT) LP 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	648,409
Riverstone Global Energy and Power Fund V AIV-A LP 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	81,125
Riverstone Global Energy and Power Fund V AIV-B LP 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	17,395
Riverstone V FW Coinvest Holdings LP 712 Fifth Avenue, 19th Floor New York, NY 10019	Common Shares	53,411
Riverstone V FW Holdings Sub LLC Attn: Peter Haskopoulos 712 5th Avenue, 19th Floor New York, NY 10019	Common Shares	73,472

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Robert Moore REDACTED	Common Shares	375
Robert Sergesketter REDACTED	Common Shares	4,416
Roche U.S. Retirement Plan Master Trust 300 S. Tryon Street, Suite 2500 Charlotte, NC 28202	Common Shares	14,079
Rock Bluff Strategic Fixed Income Partnership LP 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	64,738
San Diego County Employees Retirement Association 725 South Figueroa Street, 39th Floor Los Angeles, CA 90017	Common Shares	13,012
San Diego County Employees Retirement Association Hotchkis & Wiley Capital Mgmt. LLC 725 South Figueroa St., 39th Floor Los Angeles, CA 90017	Common Shares	3,513
Santa Barbara County Employees' Retirement System LLC 725 South Figueroa St., 39th Floor Los Angeles, CA 90017	Common Shares	3,603
SCOF-2 Ltd. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	1,425
SCOF-2 Tax Subsidiary, Ltd. P.O. Box 1093 Queensgate House, South Church Street George Town Grand Cayman Cayman Islands KY1-1	Common Shares	6,461

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Scott Schmidt REDACTED	Common Shares	1,500
Senior Debt Portfolio c/o Eaton Vance Management 2 International Place, 9th Floor Boston, MA 02110	Common Shares	109,481
Sentry Insurance A Mutual Company Attn: Matt Carlson 3500 Lacey Road, Ste. 700 Downers Grove, IL 60515-5456	Common Shares	5,786
Sentry Insurance A Mutual Company c/o Invesco Senior Secured Mgmt. Inc. 1166 Ave of Americas, 26th Floor New York, NY 10036	Common Shares	1,465
Simon Charitable Private LLC Attn: Joe Cary 1000 Lakeside Avenue Cleveland, OH 44114	Common Shares	13,567
Simon Marketable LP Attn: Joe Cary 1000 Lakeside Avenue Cleveland, OH 44114	Common Shares	13,567
South Carolina Retirement Systems Group Trust Attn: K. Atkinson 300 S. Tryon Street, Ste. 2500 Charlotte, NC 28202	Common Shares	18,704
Stuart Douglas Lunn REDACTED	Common Shares	225
Symphony CLO V, Ltd. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	4,013

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Symphony CLO XIV Tax Subsidiary Ltd. P.O. Box 1093 Queensgate House, South Church Street George Town Grand Cayman Cayman Islands KY1-1	Common Shares	17,848
Symphony CLO XIV, Ltd. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	3,937
Symphony CLO XV Tax Subsidiary Ltd. P.O. Box 1093 Queensgate House, South Church Street George Town Grand Cayman Cayman Islands KY1-1	Common Shares	4,192
Symphony CLO XV, Ltd. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	925
Symphony CLO XVI Tax Subsidiary Ltd. P.O. Box 1093 Queensgate House, South Church Street George Town Grand Cayman Cayman Islands KY1-1	Common Shares	4,192
Symphony CLO XVI, Ltd. Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	925
Symphony CLO XVII Tax Subsidiary Ltd. P.O. Box 1093 Queensgate House, South Church Street George Town Grand Cayman Cayman Islands KY1-1	Common Shares	4,192
Symphony CLO XVII, Ltd Attn: James Kim 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	925
Symphony Floating Rate Senior Loan Fund 181 Bay Street, Suite 2930 Toronto ON Canada MSJ 2T3 00000	Common Shares	4,138

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Symphony Floating Rate Senior Loan Fund 555 California Street, Suite 3100 San Francisco, CA 94104	Common Shares	905
Teachers' Retirement Allowances Fund Attn: Kimberly Atkinson 300 S. Tryon Street, Ste. 25000 Charlotte, NC 28202	Common Shares	28,161
Texas County and District Retirement System 725 South Figueroa Street, 39th Floor Los Angeles, CA 90017	Common Shares	2,896
The BNY Mellon Tr. Co., NA as Cust for HLAF 2012-1 Blocker Subsidiary IV Ltd. 477 Madison Avenue, 9th Floor New York, NY10022	Common Shares	7,398
The BNY Mellon Tr. Co., NA as Cust for HLAF 2012-2 Blocker Subsidiary IV Ltd. 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	7,953
The Event Driven Credit (Master) Fund Ltd. c/o Blue Boy Asset Management LLP 77 Grosvenor Street London W1K 3JR	Common Shares	10,000
Thomas R. Lamme REDACTED	Common Shares	15,000
Transam Blackrock Global Alloc. VP of Transam Series TR 1 Univ, Square Dr., Mail Stop: PR2-4W-C Princeton, NJ 08540	Common Shares	7,771
U.S. Bank NA as Cust for HLAF 2013-1 Blocker Subsidiary IV Ltd. 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	1,030

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
U.S. Bank NA as Cust for HLAF 2013-2 Blocker Subsidiary IV Ltd. 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	5,549
U.S. Bank NA as Cust for HLA - 2014-3 Blocker Subsidiary IV Ltd. 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	19,354
U.S. Bank NA as Cust. for HLA 2014-2 Blocker Subsidiary IV Ltd. 477 Madison Avenue, 9th Floor New York, NY 10022	Common Shares	1,850
University of Dayton c/o Hotchkis & Wiley Capital Mgmt. LLC 601 S. Figueroa St., Ste. 3900 Los Angeles, CA 90017	Common Shares	2,240
Valcour Credit Income Partners Master Fund Ltd. 810 Seventh Avenue, 24th Floor New York, NY 10019	Common Shares	67,640
Venture VII CDO Limited Attn: Credit Contact 12 East 49th Street, 29th Floor New York, NY 10017	Common Shares	1,850
Venture XII CLO, Limited Attn: Credit Contact 12 East 49th Street, 29th Floor New York, NY 10017	Common Shares	925
Venture XIII CLO, Limited Attn: Credit Contact 12 East 49th Street, 29th Floor New York, NY 10017	Common Shares	925
Venture XIV CLO Limited Attn: Credit Contact 12 East 49th Street, 29th Floor New York, NY 10017	Common Shares	1,850

Name and Last Known Address or Place of Business of Holder	Kind of Interests	Number of Interests Held
Venture XVI CLO, Limited Attn: Credit Contact 12 East 49th Street, 29th Floor New York, NY 10017	Common Shares	3,699
Venture XVII CLO Limited Attn: Credit Contact 12 East 49th Street, 29th Floor New York, NY 10017	Common Shares	1,822
Virtu Americas LLC One Liberty Plaza 165 Broadway, 5th Floor New York, NY 10006	Common Shares	3,039
William B. Swingle REDACTED	Common Shares	11,250
TOTAL		30,775,290

Fill in this information to identify the case:

Debtor name: Fieldwood Energy Inc.
 United States Bankruptcy Court for the: Southern District of Texas
 (State)
 Case number (*If known*): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule _____
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Consolidated Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/03/2020
 MM / DD /YYYY

X

/s/ Mike Dane
 Signature of individual signing on behalf of debtor

Mike Dane
 Printed name

Senior Vice President and Chief Financial Officer
 Position or relationship to debtor